

EXHIBIT F

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In the U.S. District Court
For the District of Columbia

-----x
Catherine Gaujacq :
: NO. 1:05CV0969
v. :
:
Electricite de France :
International, North :
America, et al :
-----x

March 16, 2006

DEPOSITION OF:

Catherine Gaujacq,
a witness, called by counsel pursuant to notice,
commencing at 9:30 a.m., which was taken at 11260
Roger Bacon Drive, Reston, VA

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1 A. I did read it, yes.

2 Q. Somewhere in this document it describes a
3 level of classification system for jobs at a certain
4 level, above a certain level with EDF. I think the
5 classifications are R1, R2 and R3.

6 Do you recall that?

7 A. The document you're talking about is a
8 document for the compensation of high level
9 executives within EDF.

10 It's not the EDF system, just for high level
11 executives.

12 Q. Of whom you were one, correct?

13 A. Yes.

14 Q. Did you know what level of the three
15 levels your position was assigned to?

16 A. I know the position of president of EDFINA
17 was supposedly ranked R3 in 2003.

18 Q. How did you come to know that?

19 A. I knew that from the HR organization
20 following my performance review in 2003.

21 Q. When you say the HR organization, can we

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March 17, 2006

DEPOSITION OF:

Catherine Gaujacq (Cont'd)

a witness, called by counsel pursuant to notice,
commencing at 8:41 a.m., which was taken at 11260
Roger Bacon Drive, Reston, VA

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1 A. No. I had no idea of which one the
2 company wanted me to report to and, honestly, I
3 really didn't care or didn't -- because as you can
4 see from the numerous e-mail, it went back and forth
5 on this assignment and, I mean, whoever was choice,
6 it was okay with me.

7 Q. The proposal you made is reflected in the
8 document, exhibit 36, is that correct?

9 A. It is correct.

10 Q. I think what you just told me is that you
11 didn't care whether they changed that provision or
12 not.

13 A. No.

14 Q. That was okay with you?

15 A. Yes.

16 Q. Just so I know, EDF branch Americas
17 executive vice-president, at the time that was
18 Mr. Ponasso, correct?

19 A. Yes.

20 Q. And EDF energy branch France executive
21 vice-president to whom she reports regularly, is

1 that Mr. Lescoeur?

2 A. Yes.

3 Q. And did you report regularly to
4 Mr. Lescoeur at that time?

5 A. Yes. I would report in my position as
6 president of EDFINA to a lot of people, depending on
7 the project, and since we had the project with
8 NuStart going on, I would report very regularly to
9 him.

10 Q. In the company, in the EDF organization
11 I'm talking about now, was EDFINA
12 sometimes -- excuse me, withdraw that. Start again.

13 Within the EDF organization was the energy
14 branch sometimes referred to as a client of EDFINA?

15 A. Every other division, all the staff of the
16 CEO was a client for EDFINA, yes, even all the
17 subsidiaries were potential clients of EDFINA.

18 Q. When you use that term, do you mean or did
19 you mean in the organization that EDFINA provided
20 service and support and assistance to these other
21 parts of the company?

1 correctly, you prepared the form and then you and
2 Mr. Ponasso discussed it and then any changes that
3 you made were made and then you forwarded the final
4 document back to Buenos Aires, is that correct?

5 A. Since the interview was held in
6 Washington, D.C. I e-mailed the results -- the
7 result of the interview and the changes to the same
8 person after the interview.

9 Q. I'm going to put exhibits 49 and 50 in
10 front of you which are two evaluation forms for the
11 year 2003.

12 (Whereupon the proffered item was
13 marked as exhibit number 49, 50.)

14 Q. I think, Ms. Gaujacq, one of them is the
15 one that you sent to Mr. Ponasso before, or that you
16 prepared before the evaluation interview and one is
17 the one that you sent to Mr. Ponasso and
18 Mr. Betouret afterwards. My question is which is
19 which?

20 A. That's a good question. I have got to go
21 through.

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1 Q. I can point out to you what the changes
2 are if that would help you.

3 A. If you want, yes. The original was
4 signed, though, by both Mr. Fernando Ponasso and I
5 and EDF is in possession of this document.

6 Q. What you say is that in your e-mail that
7 you sent, exhibit 48, what you said in the e-mail to
8 Mr. Betouret was that Fernando has the paper
9 original signed by both of us. You may be aware
10 Mr. Ponasso is no longer with EDF. Did you know
11 that?

12 A. I learned that just a few months ago,
13 2005. This was March 2004.

14 Q. But according to your e-mail, he,
15 Mr. Ponasso, had the original signed by both of you.

16 A. Yes.

17 Q. Let's look at what we have in front of us.
18 Exhibit 49 has the Bates numbers EDF 1714 to 1717
19 and exhibit 50 has the -- it's from your production,
20 Bates numbers 612 to 616.

21 On the first page of both documents, they

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1 are dated March 18, 2004, is that the date when the
2 interview -- I'm sorry.

3 (Pause)

4 BY MS. HOGUET:

5 Q. March 18, 2004, is that the date when the
6 interview took place?

7 MS. BREDEHOFT: Just for your
8 edification, I think you said that you were dealing
9 with 1714 through 1717. I think that's the English
10 translation.

11 What you gave me is exhibit number 49,
12 so I just wanted you to be sure that we're all
13 clear.

14 (A discussion takes place which is
15 held off the record)

16 BY MS. HOGUET:

17 Q. Coming back to where we started, both of
18 the documents, exhibits 49 and 50, are dated
19 March 18, 2004 in the lower left hand corner of the
20 first page, correct?

21 A. Yes.

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1 Q. When it says on the first
2 page: Observations, expectations of the assessed
3 person, which is an awkward translation --

4 A. I'm trying to switch the other way around.

5 MS. BREDEHOFT: She doesn't have the
6 English translation. The rest of us do.

7 A. Anyway, I prefer working from the
8 original.

9 BY MS. HOGUET:

10 Q. The witness prefers to work from the
11 original and I'm happy to have her do that.

12 The first page, the last information box, my
13 translation would be observations and expectations
14 of the person being evaluated, in other words your
15 input.

16 A. Yes.

17 Q. That's what it means, correct?

18 A. Yes.

19 Q. In both documents it says a new contract,
20 isn't that right?

21 A. Yes.

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1 Q. At that time your input to Mr. Ponasso was
2 you wanted a new contract, correct?

3 A. I wanted the new one year contract signed,
4 yes.

5 Q. If you go over to the page in the French
6 version it would be EDF 1711 in the EDF copy which
7 is exhibit 49 and then you want to find the
8 corresponding page on exhibit 50.

9 I notice a difference in these documents.
10 1711 is from exhibit 49 and then on your Bates
11 numbers, page 615 on exhibit 50, I believe. You've
12 got those two in front of you. There are some
13 differences on the page and they may or may not help
14 you identify which came first, from document came
15 first.

16 The first box on the page is a description
17 of objectives and indications of the objectives
18 being realized.

19 In the first item it's got -- it says
20 something about a file dossier and then PDS US. I
21 don't know what PDS is.

1 A. That's strategic plan of EDF.

2 Q. Then it says following the US actors and
3 then the words appear on one document: Integration
4 of the gas market and not on the other. Do you see
5 that?

6 A. Yes.

7 Q. Did you and Mr. Ponasso discuss
8 integration of the gas market in your evaluation as
9 something that should be added to your objectives or
10 was it perhaps taken off in the meeting?

11 A. I don't recall. I don't recall.

12 Q. Do you have any recollection of how the
13 words integration of the gas market came to be in
14 your objectives?

15 A. No, I don't recall.

16 Q. Did you put it there yourself?

17 A. Well, all these documents were documents
18 so I guess I did but even with this information I
19 cannot tell you which one --

20 Q. Which came first?

21 A. Which came first.

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1 Q. You prepared both documents, correct?

2 A. Yes, I did, yes.

3 Q. Is there anything in either document that
4 you can identify as input from Mr. Ponasso?

5 A. No, honestly I don't recall. If we go to
6 page 1712 -- you've got to understand that the
7 budget depends on these interviews. If you go to
8 that page -- well, even not.

9 I mean, the bonus is the same so I cannot
10 tell you.

11 Q. It's impossible to tell, for you to tell
12 looking at the document which one was the final?

13 A. No, I don't recall right now.

14 Q. This would be 51. I'm handing you exhibit
15 51 just to finish the paper trail here. Exhibit 51
16 is on Ms. Gaujacq's Bates number 1283 and I believe
17 it is an e-mail dated March 19, 2004 addressed to
18 Mr. -- we already did this.

19 (Pause)

20 MS. HOGUET: We'll withdraw exhibit

21 51. 51 is withdrawn. I had just started to mark it

CATHERINE GAUJACQ DEPOSITION March 17, 2006

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1 I don't recall the exact term. And I don't
2 ~~it makes~~ think ~~it's make~~ any difference. This is something.

3 Q. Just so I'm understanding because I really
4 want this to be clear for myself what you're saying,
5 you don't now remember whether Adja told you that
6 Dreux ripped the checks up or that he drew a line
7 through them to void them?

8 A. No.

9 Q. It could have been either, correct?

10 A. Yes. It doesn't make any difference, you
11 know, to void the check in front of the employee
12 when it's signed by a vice-president.

13 For me it's exactly the same. It's exactly
14 the same. It doesn't make any difference. He
15 obviously did it.

16 Q. Now, earlier that week had ~~Jon~~ ^{Jean-} Luc Foret
17 told you that Mr. Nadal was planning to attend a
18 meeting with you in Pittsburgh and another meeting
19 in Leon in France.

20 A. I learned from Jon Luc Foret while I was
21 in Orlando, Florida at the meeting that Christian

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1 Nadal had made the decision to come to my meeting at
2 the ANS in Pittsburgh and to my meeting in ^{Lyon.} ~~Leon~~.

3 Q. What is the ANS?

4 A. American Nuclear Society.

5 Q. The meeting in ^{Lyon} ~~Leon~~ was a meeting of what?

6 A. The meeting in ^{Lyon} ~~Leon~~ was a meeting with the
7 people of the energy branch with whom we were
8 working on the nuclear project.

9 Q. What are their names?

10 A. The head of this department is Jean Marc
11 Miraucourt.

12 Q. Did Mr. Nadal tell you in a conversation
13 that you had with him on the phone on June 5 that he
14 wanted to have a meeting with you in the office?

15 A. Yes. I even told him that's a good idea
16 but we don't need to wait that long and we can do it
17 in Pittsburgh.

18 Q. On June 5 you had a conversation with
19 Mr. Nadal in which he suggested a meeting between
20 the two of you, is that correct?

21 A. Yes.